

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF MISSOURI**

NELSON GOMES, individually, derivatively)	
and on behalf of all others similarly situated,)	
)	
)	
Plaintiff,)	
v.)	Case No. 4:14-00283-ODS
)	
AMERICAN CENTURY COMPANIES, INC.;)	
AMERICAN CENTURY INVESTMENT)	
MANAGEMENT, INC.; JAMES E. STOWERS, JR.;)	
JAMES E. STOWERS, III; JONATHAN S. THOMAS;)	
THOMAS A. BROWN; ANDREA C. HALL; DONALD)	
H. PRATT; GALE E. SAYERS; M. JEANNINE)	
STRANDJORD; TIMOTHY S. WEBSTER;)	
WILLIAM M. LYONS; ENRIQUE CHAN; MARK)	
KOPINSKI; AND BRIAN BRADY,)	
)	
Defendants,)	
)	
AMERICAN CENTURY WORLD MUTUAL)	
FUNDS, INC., doing business as AMERICAN)	
CENTURY INTERNATIONAL DISCOVERY)	
FUND,)	
)	
Nominal Defendant.)	

**JOINT MOTION TO STAY ALL PROCEEDINGS PENDING
EIGHTH CIRCUIT *SEIDL* DECISION AND, SUGGESTIONS IN SUPPORT**

The parties jointly move the Court for an Order Staying All Proceedings in this action, pending the decision of the Eighth Circuit Court of Appeals in the related case of *Laura Seidl v. American Century Companies, Inc.*, No. 14-2796. In support of this motion, the parties jointly state as follows:

1. Prior to filing this derivative action, Plaintiff Nelson Gomes made a litigation demand on nominal defendant American Century World Mutual Funds, Inc. (“ACWMF”) by service of a demand letter on its Board of Directors (the “Board”). The Board subsequently

appointed a Special Subcommittee (the “Subcommittee”) to evaluate that demand. That Subcommittee then retained the law firm of Shook Hardy & Bacon L.L.P. to assist it in conducting an investigation into the matters alleged by Plaintiff.

2. On May 19, 2014 defendants filed a Motion to Stay All Proceedings until the Subcommittee and Board had made their respective determinations and responded to Plaintiff’s demand. Plaintiff opposed that motion, but on July 1, 2014 the Court granted the motion and stayed all proceedings. In its Order, the Court stated that the Stay would automatically lift on January 2, 2015, and that the parties would then need to meet and confer and submit a Joint Proposed Scheduling Order.

3. Shook Hardy & Bacon, the Subcommittee and the Board all have completed their work, and the Board has responded to Plaintiff’s demand. Indeed, on December 23, 2014, Plaintiff’s counsel received a copy of the Subcommittee’s investigative report and also a letter from Board Chair James Olson denying Plaintiff’s demand.

4. Since this Court’s July 1 Order, significant other developments have occurred. In the July 1 Order, the Court acknowledged that the *Seidl v. American Century Companies, Inc.* case also involves investments by American Century funds in offshore gaming enterprises and that there exists a significant overlap in issues between *Seidl* and the present case. In *Seidl*, in which the Defendants are represented by the same counsel as Defendants herein, the Board similarly rejected a separate litigation demand raised by the Plaintiff in that case, who is represented by the same counsel as Plaintiff herein.

5. On July 2, 2014, this Court granted summary judgment in favor of the American Century Defendants in the *Seidl* case, finding no basis to overturn the board’s refusal of plaintiff’s demand. The Court analyzed the *Seidl* committee’s inquiry and the board’s decision pursuant to the

principles announced in *Boland v. Boland*, 31 A.3d 529 (Md. 2011), and determined that the *Seidl* committee was independent, acted in good faith, and utilized reasonable procedures and methodologies to evaluate the claims presented by plaintiff.

6. Plaintiff in the *Seidl* case has appealed the Court's Order to the Eighth Circuit Court of Appeals. Although the appeal is fully briefed, it has not yet been scheduled for oral argument. In the *Seidl* appeal, plaintiff argues, *inter alia*, that the Court erred in its application of *Boland* in determining that the board had properly exercised its business judgment in refusing plaintiff's demand and that the American Century Ultra Fund's investment in an offshore gambling company in 2005-2006 was wrongful as a matter of law.

7. Now that the Board in this case has refused Plaintiff's demand, many similar issues to those presented in the *Seidl* appeal will be presented here. Like the nominal defendant in *Seidl*, American Century World Mutual Funds, Inc. is a Maryland corporation, and thus the application of the *Boland* decision will be an important part of any further proceedings in this litigation. The Eighth Circuit's decision in the *Seidl* appeal will thus at a minimum be instructive in *Gomes* and may well have a significant impact on the ultimate disposition of *Gomes*. Meanwhile, a stay of the proceedings in *Gomes* pending the Eighth Circuit's decision in *Seidl* would allow the parties and the Court to avoid the effort and expense of further proceedings that may be substantially affected by the Eighth Circuit's ruling in *Seidl*. Accordingly, the parties submit that judicial efficiency would be advanced for the parties and the Court to await the Eighth Circuit's decision in *Seidl*, before proceeding further with *Gomes*.

Accordingly, the parties jointly move the Court to stay all proceedings herein until the Eighth Circuit Court of Appeals enters its decision in the related *Seidl* case.

Dated: January 9th, 2015

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that on the 9th day of January, 2015, the foregoing was electronically filed using the CM/ECF system, which will send a notice of electronic filing to all counsel of record.

/s/ W. Perry Brandt
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